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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK

MAY 16 2013

EXAMINER

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ATTORNEYS AT LAW

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Bruce D. Green

Florida Board Certified Tax Attorney

Lowell S. Schoenfeld

Florida Board Certified Wills, Trusts & Estates Attorney

Kevin A. Kyle

Florida Board Certified Wills, Trusts & Estates Attorney

Florida Board Certified Tax Attorney

John B. Fassett

Of Counsel

Norman A. Hartman, Jr.

Of Counsel

January 31, 2013

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Conversion of Cronin Enterprises, Inc.

Dear Sir or Madame:

I enclose for filing with the Florida Secretary of State's office a Certificate of Conversion and Articles of Organization for the referenced entity.

I also enclose a check in the amount of \$185.00 for the filing, certified and certificate of status fees. Please return all correspondence concerning this matter to me at the above address.

If you have any questions regarding these documents, please call me.

Very truly yours,



Bruce D. Green
For the Firm

BDG/amb

Enclosures

cc: Mr. William Cronin

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2013 MAY 15 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Cronin Enterprises, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation

(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Colorado

(Enter state, or if a non-U.S. entity, the name of the country)

on April 3, 2006

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Healthcare Coding & Consulting Services, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

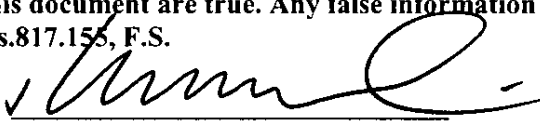
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Signed this _____ day of _____ 20_____.

Signature of Member or Authorized Representative of Limited Liability Company:

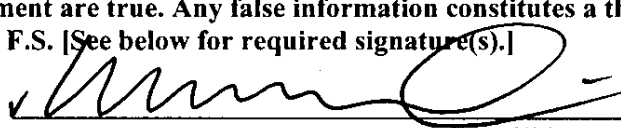
Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: 

Printed Name: William Cronin

Title: Member and Manager

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: 

Printed Name: William Cronin

Title: President

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

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TALLAHASSEE, FLORIDA

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If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

CRONIN ENTERPRISES, INC.

**WRITTEN CONSENT OF THE
SHAREHOLDER AND DIRECTOR
IN LIEU OF A SPECIAL MEETING**

DATED EFFECTIVE AS OF JANUARY 30, 2013

The undersigned, being the sole Shareholder and sole member of the Board of Directors of Cronin Enterprises, Inc., a Colorado corporation (the "Company"), hereby takes the following actions by written consent (this "Written Consent"), in lieu of a special meeting and directs that this Written Consent be filed with the records of the Company:

WHEREAS, the Board of Directors deems it advisable for the general welfare of the Corporation and recommends to the Shareholder that the Corporation be converted into Healthcare Coding & Consulting Services, LLC, a Florida limited liability company (the "LLC");

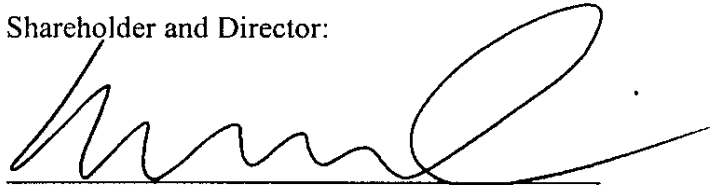
WHEREAS, based upon the recommendation of the Board of Directors, the sole Shareholder consents to the conversion of the Company into Healthcare Coding & Consulting Services, LLC, a Florida limited liability company;

NOW, THEREFORE, BE IT

RESOLVED FURTHER, that the Board of Directors and the sole Shareholder hereby authorize and direct the officers of the Company to execute the necessary documents to effect the conversion of the Company into the LLC, in accordance with the applicable laws of the State of Colorado and the State of Florida and according to the terms and conditions of the Agreement and Plan of Conversion attached hereto and made a part hereof as Exhibit "A".

The undersigned has executed this Written Consent as of the date written above.

Shareholder and Director:



William Cronin

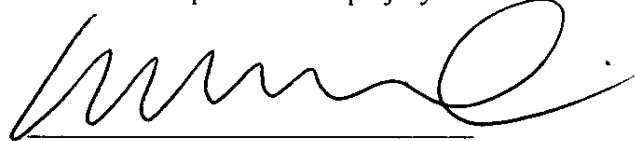
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Organization
of
Healthcare Coding & Consulting Services, LLC
A Florida Limited Liability Company

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2013 MAY 15 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name.** The name of this limited liability company is Healthcare Coding & Consulting Services, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 608, Florida Statutes.
2. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.
3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.
4. **Place of Business.** The mailing address and street address of the Company's principal office is 8270 College Parkway, Suite 101, Fort Myers, Florida 33919.
5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Bruce D. Green. The street address of the initial registered agent of the Company is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.
6. **Management of the Company.** The Company shall be managed by a manager or managers and is, therefore, a manager-managed company. William Cronin shall serve as the initial Manager of the Company.
7. **Operating Agreement.** The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.
8. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.
9. **Certificated Interests.** The members' interests in the Company may be evidenced by certificates.


The undersigned executed these Articles of Organization effective as of _____, 2013. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



William Cronin, Authorized
Representative

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for Healthcare Coding & Consulting Services, LLC, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Bruce D. Green, Registered Agent

Dated: _____, 2013

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 7, 2013

BRUCE D. GREEN
1380 ROYAL PALM SQUARE BLVD.
FT. MYERS, FL 33919

SUBJECT: HEALTHCARE CODING & CONSULTING SERVICES, LLC
Ref. Number: W13000007583

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2013 MAY 15 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HEALTHCARE CODING & CONSULTING SERVICES, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick
Regulatory Specialist II

Letter Number: 313A00003055